

TENTATIVE DRAFT

NOTE: It is requested that suggested corrections be sent to the Office of the Secretary, San Francisco, as soon as possible.

MINUTES

BOARD OF GOVERNORS ORGANIZATION MEETING

SAN DIEGO

SEPTEMBER 17, 2000

The Board of Governors of the State Bar of California convened in the Pacific/Point Loma Room of the San Diego Marriott Hotel and Marina, 333, West Harbor Drive, San Diego, California, 92101, 8:30 a.m., on Sunday, September 17, 2000, Palmer Brown Madden presiding.

The following members of the Board of Governors were present: Anthony P. Capozzi, Judith M. Copeland, Patrick R. Dixon, James R. Greiner, James E. Herman, Scott H. McNutt, Peter D. Nitschke, James D. Otto, Robert K. Persons, Nancy J. Hoffmeier-Zamora, David L. Roth, Maria D. Villa, Scott Wylie and Erica R. Yew.

The following members of staff also were present: Starr Babcock, Kathleen Beitiks, Teresa Cloney, Robert A. Hawley, Judy Johnson, Dean Kinley, Marie M. Moffat and Biljanna Sivanov.

1. The President outlined his plans for the Board Orientation and Planning Meetings to be held on October 13 and 14, 2000, respectively. He also gave a preview of major issues likely to challenge the Board in the coming year.
2. The Executive Director reported on the following:
 1. The 2000-2001 budget was in the process of being finalized;
 2. The appointment of judges to the State Bar Court was still ongoing and that all established deadlines had been met to date;
 3. She gave a status report on real property issues, including the revenue generated through the rental of office space.

3-1 Upon motion made, seconded and unanimously adopted, it was

RESOLVED that authority heretofore granted to persons to sign transfer orders and checks upon the various State Bar accounts and to have access to the State Bar safe deposit box is hereby revoked; and it is

FURTHER RESOLVED that each bank in which the State Bar maintains an account or safe deposit box shall be furnished a copy of this resolution and be notified that the names of the members of the Board, the Executive Director, Deputy Executive Director, Senior Executive for Financial Planning and Analysis, Director of Finance, and Accounting Supervisor, who are now so authorized to sign withdrawal orders, transfer orders and checks and authorize transfer of funds from one State Bar account to another State Bar account are as follows:

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| Palmer Brown Madden | President and Board Member |
| Ronald E. Albers | Vice President and Board Member |
| Scott H. McNutt | Board Member |
| Judy Johnson | Executive Director |
| Robert A. Hawley | Deputy Executive Director |
| Mark Shannon | Senior Executive for Financial Planning and Analysis |
| Sam Quan | Director of Finance |
| Lina L. Abalos | Accounting Supervisor |

Signatures required for various transactions are:

For checks drawn on a commercial account:

- (a) any single check in excess of \$75,000.00 requires the signature of (1) two of the Board members listed above; or (2) one such Board member and one of the following: Executive Director, Deputy Executive Director, Senior Executive for Financial Planning and Analysis, Director of Finance, or Accounting Supervisor of General Accounting; or (3) the Executive Director and one of the following: Deputy Executive Director, Senior Executive for Financial Planning and Analysis, Director of Finance, or Accounting Supervisor of General Accounting; or (4) Deputy Executive Director and one of the following: Senior Executive for Financial Planning and Analysis, Director of Finance or Accounting Supervisor of General Accounting.
- (b) any single check of \$5,000.00 or over but not exceeding \$75,000.00 requires the signature of any two of the above-listed persons;
- (c) Any single check less than \$5,000.00 requires:
 - (i) the signature of any one of the above-listed persons, or

- (ii) processing through a check signing machine utilizing a signature plate engraved with the name of the Executive Director.

Authority is hereby granted to any two of the above persons to open cash accounts for the State Bar of California at securities brokerage firms and to place orders in such account to purchase securities.

Transfer of funds from one State Bar account to another State Bar account, whether requested by telephone, internet, fax, orally or in writing requires:

Any of the above listed persons or the person immediately listed below:

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| Bill Colson | Accounting Supervisor, Treasury/Accounts Payable |
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In addition, for checks drawn on the Los Angeles commercial account:

- (a) Any single check less than \$3,000.00 requires the signature of one of the following: Director, Administrative Services, Los Angeles or Director, Operations and Management, Los Angeles.

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| Luanne T. Kamiya | Director, Administrative Services, Los Angeles |
| John R. Rodriguez | Director, Operations and Management |

- (b) Any single check of \$3,000.00 or over, but not exceeding \$10,000.00 requires the signature of any two of the above listed persons.

- (c) Any single check of \$10,000.00 or over but not exceeding \$50,000.00 requires the signature of one of the following: Director, Administrative Services, Los Angeles, or Director, Operations and Management, Los Angeles, and the signature of one of the Board members listed above, the Executive Director, Deputy Executive Director, Senior Executive for Financial Planning and Analysis, Director of Finance or Accounting Supervisor of General Accounting.

All members present and recorded on the roll-call slip voted yes on the above matter.

3-2 Upon motion made, seconded and unanimously adopted, it was

RESOLVED, pursuant to Government Code, section 1062, that each member of the Board of Governors is granted permission to leave the State of California at any time during the incumbency of the present Board and is authorized to remain absent from the state for a period longer than 60 days.

All members present and recorded on the roll-call slip voted yes on the above matter.

3-3 Upon motion made, seconded and unanimously adopted, it was

RESOLVED that the Board hereby expresses its appreciation and thanks to the Office of Section Education and Meeting Services for its diligent and devoted work in connection with the 2000 Annual Meeting of the State Bar in San Diego and its contribution in making this convention a highly successful one.

All members present and recorded on the roll-call slip voted yes on the above matter.

3-4 Upon motion made, seconded and unanimously adopted, it was

RESOLVED that the results of the canvass of ballots as certified by the Canvassing Board on August 31, 2000, for the 2000 State Bar Board of Governors election are certified and approved and the following are declared elected as members of the Board of Governors:

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| Erica Robin Yew | District 3 |
| Anthony Patrick Capozzi | District 5 |

and it is

FURTHER RESOLVED, pursuant to the provisions of the State Bar Act, section 6019, that the following are deemed elected members of the Board of Governors:

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| Robert Keith Persons | District 1 |
| Nancy J. Rivera-Zamora | District 7 |
| Judith M. Copeland | District 9 |

and it is

FURTHER RESOLVED that the President is authorized at the 2000 Annual Meeting to certify the count and officially declare the results of the elections.

All members present and recorded on the roll-call slip voted yes on the above matter.

4. Upon motion made and seconded, the following was unanimously adopted:

WHEREAS, Andrew J. Guilford, Paul S. Hokokian, Valerie Miller, Clara L. Slifkin, Paul W. Smigliani and Thomas J. Warwick, Jr., members of the Board of Governors, have served this Board and the State Bar of California with devotion and distinction; and

WHEREAS, it is appropriate that the minutes of this meeting officially record the warm gratitude and respect, both personal and professional, of their fellow Board members;

NOW, THEREFORE, BE IT RESOLVED that the Board of Governors hereby expresses to Andrew J. Guilford, Paul S. Hokokian, Valerie Miller, Clara L. Slifkin, Paul W. Smigliani and Thomas J. Warwick, Jr. its sincere appreciation for their admirable accomplishments and selfless efforts expended on behalf of the State Bar, and also expresses to them the high esteem and personal affection of their fellow members of the Board.

All members present and recorded on the roll-call slip voted yes on the above matter.

5. Upon motion made, seconded and adopted, it was

RESOLVED that the Board hereby approves the appointment of the members to the Board Committees by Mr. Madden, in the form attached to these minutes and made a part hereof.

All members present and recorded on the roll-call slip voted yes on the above matter.

6. Upon motion made, seconded and adopted, it was

RESOLVED that the Board hereby approves the appointment of liaison by Mr. Madden to the State Bar's Commissions, Committees Standing Committees, Section Executive Committees, Special Boards, Committees, Commissions and Special Groups, in the form attached to these minutes and made a part hereof.

All members present and recorded on the roll-call slip voted yes on the above matter.

The Board adjourned at 9:05 a.m., Sunday, September 17, 2000, to meet again at the call of the President at any time prior to the next regularly scheduled meeting of the Board, or if no such meeting be called, on Saturday, November 4, 2000, in San Francisco.

ATTACHMENTS TO SEPT. 17, 2000, ORGANIZATION MEETING

September 5
 Appointment of the members to the Board Committees 5

September 6
 appointment of liaison by Mr. Madden to the State Bar's Commissi 5